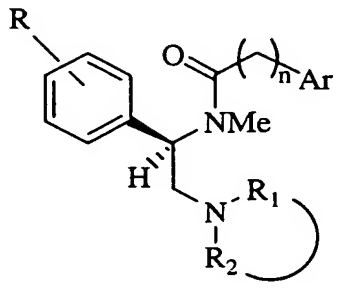
WHAT IS CLAIMED IS:

1. A compound of the formula IIIB or a pharmaceutically acceptable salt thereof:



(IIIB)

wherein:

n is an integer from 1 to 3;

R_1 and R_2 are together alkylene of about 4 to about 8 carbons, optionally substituted with a group R', where R' is selected from –OH, halogen, $-NR_aR_b$, in which R_a and R_b are independently selected from hydrogen, $-C(=O)R_c$, $-SO_2R_d$ and $-C(=O)(CH_2)_mCO_2R_e$, in which R_c and R_d are independently selected from alkyl, aryl and heteroaryl, R_e is hydrogen or alkyl and m is an integer from 1 to 3;

Ar is unsubstituted phenyl or mono-, di-, tri-, or tetra-substituted phenyl, wherein said substituents are independently selected from halogen; alkyl; alkoxy; aryloxy; aralkyloxy; alkylene dioxide; -OH; $-SO_2R_f$ in which R_f is alkyl or aryl; -CN; haloalkyl; $-NR_gR_h$, in which R_g and R_h are independently selected from hydrogen, alkyl, $-C(=O)R_f$, $-C(=O)-N(R_e)_2$, $-S(O)_2R_f$, and $-(CH_2)_y-CO_2R_e$ in which y is an integer from 1 to 3; $-S(O)_2N(R_i)(R_j)$, in which R_i and R_j are each independently selected from hydrogen, alkyl optionally substituted with $-CO_2R_e$, aryl and aralkyl; or R_i and R_j together form $-(CH_2)_2X(CH_2)_2-$, where X is a direct bond, $-CH_2-$, $-NR_e-$, S or O;

R is hydrogen, halogen, -OH, alkoxy, or $–NR_kR_l$, where R_k and R_l are independently selected from hydrogen and alkyl.

2. A compound according to Claim 1 wherein:

n is 1;

R_1 and R_2 are together unsubstituted alkylene of about 4 to about 6 carbons or alkylene of about 4 to about 6 carbons substituted with -OH or alkoxy;

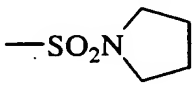
Ar is unsubstituted phenyl or mono-, di-, tri-, or tetra-substituted phenyl, wherein said substituents are independently selected from alkyl; alkoxy; aralkyloxy; alkylene dioxide; -OH; haloalkyl; $-NR_gR_h$, in which R_g and R_h are independently selected from hydrogen, alkyl, and $-S(O)_2R_f$; $-S(O)_2N(R_i)(R_j)$, where R_i and R_j are each independently selected from hydrogen, alkyl optionally substituted with $-CO_2R_e$, and aralkyl; or R_i and R_j together form $-(CH_2)_2X(CH_2)_2-$, where X is a direct bond, $-NR_e-$, S or O; and

R is hydrogen, halogen, -OH or alkoxy.

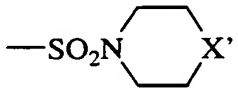
3. A compound according to Claim 2 wherein:

R_1 and R_2 are together $-(CH_2)_4-$ or $-CH_2CH(OH)(CH_2)_2-$;

Ar is unsubstituted phenyl or mono-, di-, tri-, or tetra-substituted phenyl, wherein said substituents are independently selected from lower alkyl; $-OCH_3$; $-OCH_2C_6H_5$; $-OCH_2O$; -OH; $-CF_3$; $-N(SO_2CH_3)_2$; $-NHSO_2CH_3$; $-SO_2N(CH_3)_2$; $-SO_2N(CH_3)(CH_2CO_2H)$; $-SO_2NHCH_3$; $-SO_2N(CH_3)(CH_2C_6H_5)$;



or



where X' is $-N(CH_3)-$ or -O-.

4. A compound according to Claim 1, with the provisos that:

when n is 1, R_1 and R_2 are unsubstituted alkylene of 4 carbons, and R is H, then Ar is other than unsubstitued phenyl, 2-aminophenyl, 3-aminophenyl, 4-aminophenyl, 2-amino-4,5-dichlorophenyl, 3,4-dichlorophenyl, 2-amino-4-trifluoromethylphenyl, 2-$N(SO_2CH_3)_2$-phenyl, 3-$N(SO_2CH_3)_2$-phenyl, 4-$N(SO_2CH_3)_2$-phenyl, 2-$NHSO_2CH_3$-phenyl, 3-$NHSO_2CH_3$-phenyl, 4-$NHSO_2CH_3$-phenyl, 2-$N(SO_2CH_3)_2$-4,5-dichlorophenyl, 2-$N(SO_2CH_3)_2$-4-trifluoromethylphenyl, 2-$NHSO_2CH_3$-4-trifluoromethylphenyl, 4-SO_2CH_3-phenyl, 2-methoxyphenyl, 2-hydroxyphenyl, 2-trifluoromethylphenyl, 3-trifluoromethylphenyl, 4-trifluoromethylphenyl, 3,4,5-trimethoxyphenyl, 2-$NHSO_2CH_3$-4,5-dichlorophenyl, 2-$NHCH_2CO_2H$-4-trifluoromethylphenyl, 2-$NH(SO_2C_6H_5)$-phenyl, 3-SO_2NHCH_3-4-chlorophenyl, 3-SO_2NH_2-4-chlorophenyl, 3-SO_2NHCH_3-4-fluororophenyl, 4-SO_2NHCH_3-

phenyl, 3-SO_2NHCH_3-phenyl, 2-SO_2NHCH_3-phenyl, 2-SO_2NHCH_3-4-bromophenyl, 2-methoxy-3-SO_2NHCH_3-phenyl, 4-methoxy-3-SO_2NHCH_3-phenyl, 2-$N(CH_2CO_2H)_2$-4-trifluoromethylphenyl, 3,4-dihydroxyphenyl, 3,4-dimethoxyphenyl, 2-$SO_2N(CH_3)CH_2C_6H_5$-4,5-dimethoxyphenyl, 2-$SO_2N(CH_3)CH_2CO_2H$-3,4-dimethoxyphenol, 2-fluorophenyl, or 4-fluorophenyl;

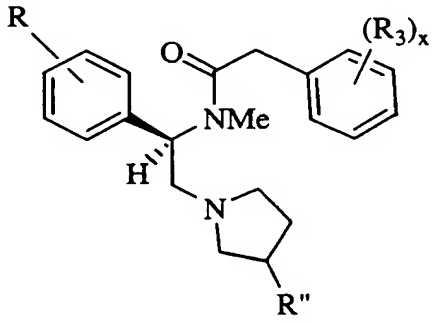
when n is 1, R_1 and R_2 are unsubstituted alkylene of 4 carbons, and R is NH_2, then Ar is other than 3,4-dichlorophenyl, 2-aminophenyl or 4-$N(SO_2CH_3)_2$-phenyl;

when n is 1, R_1 and R_2 are -$CH_2CH(OH)(CH_2)_2$-, and R is hydrogen, then Ar is other than 2-amino-4-trifluoromethylphenyl, aminophenyl, 4-SO_2CH_3-phenyl, 3,4,5-trimethoxyphenyl, 2-SO_2NHCH_3-phenyl, trifluoromethylphenyl, methylphenyl, halophenyl, methoxyphenyl, unsubstituted phenyl, 3-chloro-4-hydroxyphenyl, 4-benzyloxyphenyl, hydroxyphenyl, aminochlorophenyl, aminobromophenyl, acetamidophenyl, methylsulfonylaminophenyl, formamidophenyl or 3-amino-4-methoxyphenyl;

when n is 1, R_1 and R_2 are -$CH_2CH(OH)(CH_2)_2$-, and R is hydroxy or amino, then Ar is other than trifluoromethylphenyl; and

when n is 1, R_1 and R_2 are unsubstituted alkylene of 4 carbons, and R is OH or OCH_3, then Ar is other than 2-$NHSO_2CH_3$-phenyl, 4-trifluoromethyl or 3,4-dichlorophenyl.

5. A compound of the formula IIIB-i or a pharmaceutically acceptable salt thereof:



(IIIB-i)

wherein:

x is an integer from 0 to 4;

R" is hydrogen, fluoro, -OH, $-NHC(=O)R_c$, $-NHSO_2R_d$ and $-NHC(=O)(CH_2)_mCO_2R_e$, in which R_c and R_d are independently selected from alkyl, aryl and heteroaryl, R_e is hydrogen or alkyl and m is an integer from 1 to 3

R_3 is independently selected from halogen; alkyl; alkoxy; aryloxy; aralkyloxy; alkylene dioxide; -OH; $-SO_2R_f$ in which R_f is alkyl or aryl; -CN; haloalkyl; $-NR_gR_h$, in which R_g and R_h are independently selected from hydrogen, alkyl, $-C(=O)R_f$, $-C(=O)-N(R_e)_2$, $-S(O)_2R_f$ in which R_f is alkyl or aryl, and $-(CH_2)_y-CO_2R_e$ in which y is an integer from 1 to 3; $-S(O)_2N(R_i)(R_j)$, in which R_i and R_j are each independently selected from hydrogen, alkyl optionally substituted with $-CO_2R_e$, aryl and aralkyl; or R_i and R_j together form $-(CH_2)_2X(CH_2)_2-$, where X is a direct bond, $-CH_2-$, $-NR_e-$, S or O;

R is hydrogen, halogen, -OH, alkoxy, or $-NR_kR_l$, where R_k and R_l are independently selected from hydrogen and alkyl.

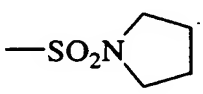
6. A compound according to Claim 5 wherein:

R_3 is independently selected from alkyl; alkoxy; aralkyloxy; alkylene dioxide; -OH; haloalkyl; $-NR_gR_h$, in which R_g and R_h are independently selected from hydrogen, alkyl, and $-S(O)_2R_f$; $-S(O)_2N(R_i)(R_j)$, in which R_i and R_j are each independently selected from hydrogen, alkyl optionally substituted with $-CO_2R_e$, and aralkyl; or R_i and R_j together form $-(CH_2)_2X(CH_2)_2-$, where X is a direct bond, $-NR_e-$, S or O;

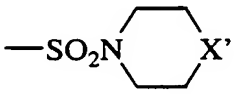
R is hydrogen, halogen, -OH or alkoxy.

7. A compound according to Claim 6 wherein:

R_3 is independently selected from lower alkyl; $-OCH_3$; $-OCH_2C_6H_5$; $-OCH_2O-$; -OH; CF_3; $-N(SO_2CH_3)_2$; $-NHSO_2CH_3$; $-SO_2N(CH_3)_2$; $-SO_2N(CH_3)(CH_2CO_2H)$; $-SO_2NHCH_3$; $-SO_2N(CH_3)(CH_2C_6H_5)$;



or



where X' is $-N(CH_3)-$ or -O-.

8. A compound according to Claim 5 wherein substituent R" is in the S configuration.

9. A compound according to Claim 5 with the provisos that:

when R and R" are H, then the phenyl ring and $(R_3)_x$ together are other than unsubstitued phenyl, 2-aminophenyl, 3-aminophenyl, 4-aminophenyl, 2-$N(SO_2CH_3)_2$-phenyl, 3-$N(SO_2CH_3)_2$-phenyl 4-$N(SO_2CH_3)_2$-phenyl, 2-$NHSO_2CH_3$-phenyl, 3-$NHSO_2CH_3$-phenyl, 4-$NHSO_2CH_3$-phenyl, 4-SO_2CH_3-phenyl, 2-methoxyphenyl, 2-hydroxyphenyl, 2-trifluoromethylphenyl, 3-trifluoromethylphenyl, 4-trifluoromethylphenyl, 3-SO_2NHCH_3-phenyl, 2-SO_2NHCH_3-phenyl, 4-SO_2NHCH_3-phenyl, 2-fluorophenyl, 4-fluorophenyl, 3,4-dichlorophenyl, 2-amino-4-trifluoromethylphenyl, 2-$N(SO_2CH_3)_2$-4-trifluoromethylphenyl, 2-$NHSO_2CH_3$-4-trifluoromethylphenyl, 2-$NHCH_2CO_2H$-4-trifluoromethylphenyl, 3-SO_2NHCH_3-4-chlorophenyl, 3-SO_2NH_2-4-chlorophenyl, 3-SO_2NHCH_3-4-fluororophenyl, 2-SO_2NHCH_3-4-bromophenyl, 2-methoxy-3-SO_2NHCH_3-phenyl, 4-methoxy-3-SO_2NHCH_3-phenyl, 2-$N(CH_2CO_2H)_2$-4-trifluoromethylphenyl, 3,4-dihydroxyphenyl. 3,4-dimethoxyphenyl, 2-amino-4,5-dichlorophenyl, 2-$N(SO_2CH_3)_2$-4,5-dichlorophenyl, 3,4,5-trimethoxyphenyl, 2-$NHSO_2CH_3$-4,5-dichlorophenyl, or 2-$SO_2N(CH_3)CH_2C_6H_5$-4,5-dimethoxyphenyl, 2-$SO_2N(CH_3)CH_2CO_2H$-3,4-dimethoxyphenol;

when R" is H and R is NH_2, then the phenyl ring and $(R_3)_x$ together are other than 3,4-dichlorophenyl, 2-aminophenyl or 4-$N(SO_2CH_3)_2$-phenyl;

when R" is OH, and R is hydrogen, then the phenyl ring and $(R_3)_x$ together are other than unsubstitued phenyl, 2-amino-4-trifluoromethylphenyl, aminophenyl, 4-SO_2CH_3-phenyl, 3,4,5-trimethoxyphenyl, 2-SO_2NHCH_3-phenyl, trifluoromethylphenyl, methylphenyl, halophenyl, methoxyphenyl, 3-chloro-4-hydroxyphenyl, 4-benzyloxyphenyl, hydroxyphenyl, aminochlorophenyl, aminobromophenyl, acetamidophenyl, methylsulfonylaminophenyl, formamidophenyl or 3-amino-4-methoxyphenyl

when R" is OH and R is hydroxy or amino, then the phenyl ring and $(R_3)_x$ together are other than trifluoromethylphenyl; and

when R" is H and R is OH or OCH_3, then the phenyl ring and $(R_3)_x$ together are other than 2-$NHSO_2CH_3$-phenyl, 4-trifluoromethylphenyl or 3,4-dichlorophenyl.

10. A compound selected from the group consisting of:

2-(3-N-Methylsulfonamido-3-amino-4-methoxyphenyl)-N-methyl-N-[(1S)-1-phenyl-2-(1-pyrrolidinyl)ethyl]acetamide methane sulfonate;

2-(3-N-Methylsulfonamido-3-amino-4-benzyloxyphenyl)-N-methyl-N-[(1S)-1-phenyl-2-(1-pyrrolidinyl)ethyl]acetamide;

2-(3-N-Methylsulfonamido-3-amino-4-hydroxyphenyl)-N-methyl-N-[(1S)-1-phenyl-2-(1-pyrrolidinyl)ethyl]acetamide;

2-(2-N-Methylsulfonamido-2-aminophenyl)-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-(2-N-Methylsulfonamido-2-amino-4-trifluoromethylphenyl)-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-(3-N-Methylsulfonamido-3-amino-4-metoxyphenyl)-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-(2-N-Methylsulfonamido-2-aminophenyl)-N-methyl-N-1-(4-methoxyphenyl)-2-(1-pyrrolidinyl)ethyl]acetamide;

(R,S)-2-(2-N-Methylsulfonamido-2-aminophenyl)-N-methyl-N-1-(4-hydroxyphenyl)-2-(1-pyrrolidinyl)ethyl]acetamide;

(S)-2-(2-N-Methylsulfonamido-2-aminophenyl)-N-methyl-N-1-(4-hydroxyphenyl)-2-(1-pyrrolidinyl)ethyl]acetamide;

2-(3-N-Bis-methylsulfonamido-3-amino-4-hydroxyphenyl)-N-methyl-N-[(1S)-1-phenyl-2-(1-pyrrolidinyl)ethyl]acetamide;

2-[2-(N-Benzyl-N-methylsulfamoyl)-4,5-methylenedioxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Dimethylsulfamoyl)-4,5-methylenedioxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Dimethylsulfamoyl)-4,5-methylenedioxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Pyrrolidinesulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Pyrrolidinesulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Dimethylsulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Dimethylsulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-[2-[N-(4-Methylpiperazine)]sulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(pyrrolidinyl)ethyl]]acetamide;

2-[2-[N-(4-Methylpiperazine)]sulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-[2-N-(Morpholinesulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(pyrrolidinyl)ethyl]]acetamide;

2-[2-N-(Morpholinesulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

N-Methyl-[[2-(N-sulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(pyrrolidinyl)ethyl]]acetamido]glycine;

2-[2-(N-Pyrrolidinesulfamoyl)-3,4,5-trimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

2-[2-(N-t-Butylsulfamoyl)-3,4,5-trimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Methylsulfamoyl)-4-methoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

2-[4-N-(Methylsulfamoyl)-phenyl]-N-methyl-N-[(1S)-1-phenyl-2-[1-(3S)-(3-hydroxypyrrolidinyl)ethyl]]acetamide;

2-[2-(N-Methylsulfamoyl)-phenyl]-N-methyl-N-[1-(2-fluorophenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide; and

2-[2-(N-Benzyl-N-methylsulfamoyl)-4,5-dimethoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide;

or a pharmaceutically acceptable salt thereof.

11. A compound according to Claim 10 which is selected from the group consisting of

2-[2-(N-Methylsulfamoyl)-4-methoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide; and

(S)-2-(2-N-Methylsulfonamido-2-aminophenyl)-N-methyl-N-1-(4-hydroxyphenyl)-2-(1-pyrrolidinyl)ethyl]acetamide;

or a pharmaceutically acceptable salt thereof.

12. A compound according to Claim 11 which is 2-[2-(N-Methylsulfamoyl)-4-methoxyphenyl]-N-methyl-N-[(1S)-1-phenyl-2-[(1-pyrrolidinyl)ethyl]]acetamide or a pharmaceutically acceptable salt thereof.

13. A compound according to Claim 11 which is (S)-2-(2-N-Methylsulfonamido-2-aminophenyl)-N-methyl-N-1-(4-hydroxyphenyl)-2-(1-pyrrolidinyl)ethyl]acetamide or a pharmaceutically acceptable salt thereof.

14. A pharmaceutical composition comprising a compound according to Claim 1 together with a pharmaceutically acceptable carrier.

15. A pharmaceutical composition comprising a compound according to Claim 5 together with a pharmaceutically acceptable carrier.

16. A pharmaceutical composition comprising a compound according to Claim 10 together with a pharmaceutically acceptable carrier.

17. A method of treating hyperalgesia in a patient comprising administering to said patient an effective amount of a compound according to Claim 1.

18. A method of treating hyperalgesia in a patient comprising administering to said patient an effective amount of a compound according to Claim 5.

19. A method of treating hyperalgesia in a patient comprising administering to said patient an effective amount of a compound according to Claim 10.